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June 29, 2012

Ms. Marlene H. Dortch Secretary Federal Communications Commission 445 Twelfth Street, SW Washington, DC 20554

Re: Applications of Cellco Partnership d/b/a Verizon Wireless, SpectrumCo LLC, and Cox TMI Wireless, LLC, WT Docket No. 12-4; Applications of Cellco Partnership d/b/a Verizon Wireless and T-Mobile License LLC, WT Docket No. 12-175

Notice of *Ex Parte* Meeting

Dear Ms. Dortch,

On Wednesday June 27th, Derek Turner, Research Director of Free Press and Joel Kelsey, Policy Advisor of Free Press spoke by telephone with Rick Kaplan, Senior Counsel to the Chairman for Transactions.

During the call representatives from Free Press asked Mr. Kaplan a series of procedural questions in order to better understand how the transaction in WT Docket No. 12-175 impacts the Commission's review of the Verizon-SpectrumCo/Cox transaction. In the call we underscored the fact that the Commission has a duty to address the harms of excess spectrum aggregation in all markets, not just the markets that Verizon and T-Mobile have agreed to sale or swap licenses. We pointed out that even with Verizon's willingness to reduce its post-SpectrumCo/Cox AWS holdings slightly in some markets, that the carrier would still control 40 MHz of AWS spectrum in almost all of the Eastern U.S. markets where the record indicates that Verizon has no need for additional spectrum. We urged the Commission to focus its reviews in these proceedings on the long-term competitive problems caused and aggravated by the growing spectrum gap between the smaller competitive carriers and the twin Bells, Verizon and AT&T. We also noted that the transaction between Verizon and T-Mobile does nothing to address our and other petitioners concerns about the harmful joint marketing and operating entity arrangements that are directly tied to the underlying spectrum transaction between Verizon and SpectrumCo/Cox. We noted that these joint arrangements would frustrate the Commission's goals of fostering a more competitive broadband market, both in wireless and wireline, and urged the agency to focus on these aspects of the transaction as it brings its review to a close.

Sincerely,

/s/

S. Derek Turner

Research Director Free Press dturner@freepress.net

CC via email: Rick Kaplan